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**First Amendment To Surface Lease Agreement**

THE STATE OF TEXAS

COUNTY OF TARRANT

WHEREAS, THE LACY BOGGESS TRUST, BANK ONE, N.A. AND LACY BOGGESS, JR., CO-TRUSTEES and SHARON ANN MCCULLOUGH-WELLS (collectively, "Original Lessors"), as lessors, and HOLLIS R. SULLIVAN, INC. ("Original Lessee"), as lessee, entered into an Oil and Gas Lease dated May 1, 2001, a Memorandum of such lease being recorded in Volume 14938, page 178. Real Property Records, Tarrant County, Texas, covering 84.03 acres, more or less, out of the Memphis, El Paso and Pacific R. R. Company Survey, Abstract No. 1130, Tarrant County Texas, being described by metes and bounds in the Memorandum of Oil and Gas Lease (the "Oil and Gas Lease").

WHEREAS, Original Lessors and Original Lessee also entered into a SURFACE LEASE AGREEMENT (the "Surface Lease") effective March 31, 2003, covering a portion of the 84.03 acres of land located in Tarrant County, Texas, covered by the Oil and Gas Lease and more particularly described in Exhibit A of the Surface Lease. The Surface Lease is referenced in a Memorandum of Surface Lease Agreement effective March 31, 2003, executed by Lessors and Original Lessee which was filed in the Office of the Tarrant County Clerk on July 30, 2004, as Instrument No. D204236457.

WHEREAS, ENCANA OIL & GAS (USA) INC. ("ENCANA") has succeeded to all rights, title and interests of Original Lessee in, to and under the Oil and Gas Lease and the Surface Lease.

WHEREAS, the Original Lessors have conveyed certain surface rights under the Surface Lease to Fred Joyce.

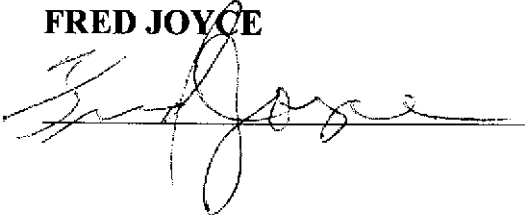
WHEREAS, Fred Joyce and ENCANA desire to amend the description of lands covered by the Surface Lease and to amend the Surface Lease to allow the surface of the lands covered by the Surface Lease to also be used by ENCANA for exploration, drilling, completing, re-completing and operating of wells under the Oil and Gas Lease.

**FOR VALUABLE CONSIDERATION**, the receipt and sufficiency of which is hereby acknowledged, Fred Joyce and ENCANA hereby agree as follows:

1. That the Exhibit A attached hereto is substituted for the Exhibit A attached to the Surface Lease.
2. That the lands described in Exhibit A of the Surface Lease may also be used by ENCANA for exploration, drilling, completing, re-completing and operating of wells under the Oil and Gas Lease.

EXECUTED and effective this 14<sup>th</sup> day of May, 2008.

**FRED JOYCE**

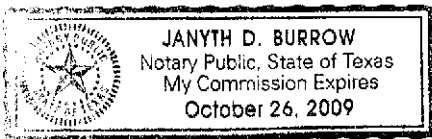


**ENCANA OIL & GAS (USA) INC.,**  
a Delaware corporation

By: Mark A. Virant *Mark Virant*  
Name: MARK A. VIRANT  
Title: ATTORNEY-IN-FACT *mmr*

THE STATE OF Texas :  
COUNTY OF Tarrant :

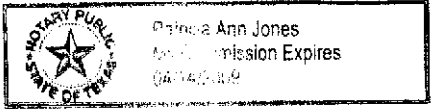
This instrument was acknowledged before me this 14<sup>th</sup> day of May, 2008, by Fred Joyce.



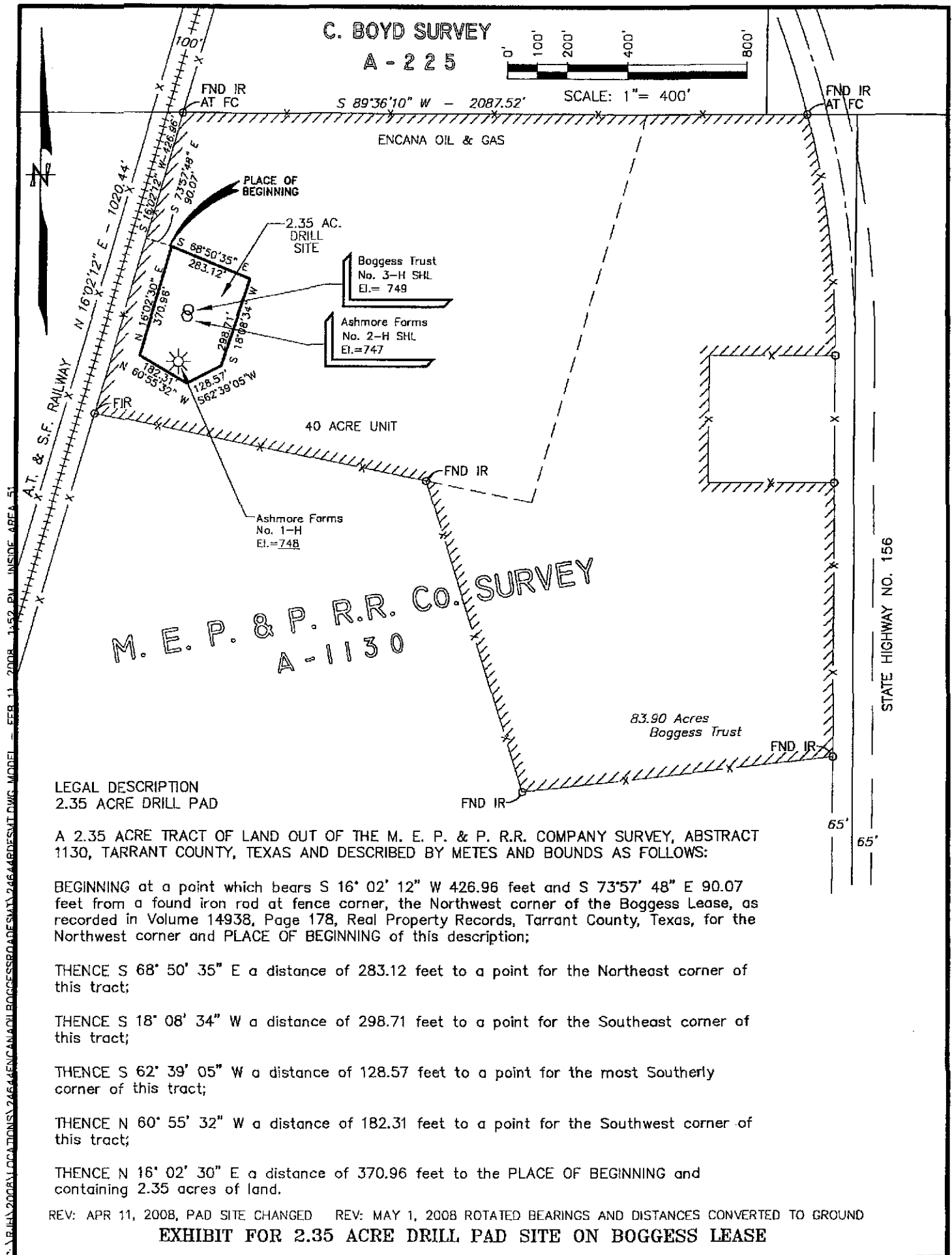
Janyth D. Burrow  
Notary Public, State of TEXAS

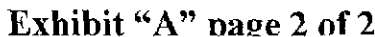
THE STATE OF TEXAS :  
COUNTY OF DALLAS :

This instrument was acknowledged before me on this 16<sup>th</sup> day of APRIL, 2008, by MARK A. VIRANT, as ATTORNEY-IN-FACT of ENCANA OIL & GAS (USA) INC., a Delaware corporation, on behalf of said corporation.



Patricia Ann Jones  
Notary Public, State of TEXAS







ENCANA OIL & GAS (USA) INC  
14001 N DALLAS PKWY #1000

DALLAS TX 75240

Submitter: JOHN DAVIS

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SUZANNE HENDERSON  
TARRANT COUNTY CLERK  
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Instrument #: D208178891  
A 5 PGS \$28.00

By: \_\_\_\_\_



D208178891

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